



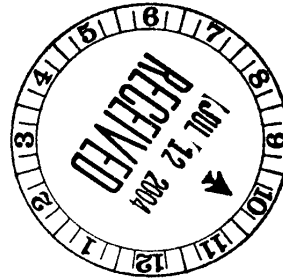
CORPORATION SERVICE COMPANY

RECORDATION NO. 23215-6 FILED

JUL 13 '04

4-26 PM

SURFACE TRANSPORTATION BOARD



July 9, 2004

Barbara Saddler
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of April 30, 2004 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**
1211 Avenue of the Americas, 20th Floor New York, NY 10036

Lessee: **LaFarge North America Inc. f/k/a LaFarge Corporation**
4000 Town Center, Suite 2000 Southfield, MI 48075

A short summary of the document to appear in the index follows:

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **LaFarge North America Inc. f/k/a LaFarge Corporation**, covering 45 coal hoppers with reporting marks and numbers – CEFX 95799 – CEFX 96242, NOT INCLUSIVE.

Please file this memorandum as a SECONDARY document to Recordation #23215 dated 11/2/00 and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 ext. 3813.

Thank you for your prompt assistance.

Sincerely,

April O'Shea
Motor Vehicle Specialist
Enclosure

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 30th day of April, 2004, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and LAFARGE NORTH AMERICA INC. f/k/a LAFARGE CORPORATION, a Missouri corporation, with an address at 4000 Town Center- Suite 2000, , Southfield, MI 48075 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of June 23, 2000, covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on November 2, 2000 and given Recordation Number 23215.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Joseph T. Mankowski
Name: Joseph Mankowski
Title: Senior Vice President

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I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

LAFARGE NORTH AMERICA INC. f/k/a LAFARGE CORPORATION

By: Robert Martin
Name: ROBERT MARTIN
Title: TRANSPORTATION MGR.

Schedule A

Number of Cars		Equipment Description
45		3,230 C.F., P.D. covered hopper car
1	CEFX	95799
2	CEFX	95800
3	CEFX	95801
4	CEFX	95886
5	CEFX	95887
6	CEFX	95940
7	CEFX	95941
8	CEFX	96000
9	CEFX	96001
10	CEFX	96003
11	CEFX	96016
12	CEFX	96025
13	CEFX	96026
14	CEFX	96033
15	CEFX	96053
16	CEFX	96099
17	CEFX	96100
18	CEFX	96101
19	CEFX	96102
20	CEFX	96110
21	CEFX	96111
22	CEFX	96112
23	CEFX	96113
24	CEFX	96117
25	CEFX	96121
26	CEFX	96122
27	CEFX	96123
28	CEFX	96124
29	CEFX	96125
30	CEFX	96126
31	CEFX	96127
32	CEFX	96128
33	CEFX	96129
34	CEFX	96179
35	CEFX	96180
36	CEFX	96188
37	CEFX	96191
38	CEFX	96192
39	CEFX	96193
40	CEFX	96194
41	CEFX	96206
42	CEFX	96216
43	CEFX	96236
44	CEFX	96237
45	CEFX	96242